

**IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF WISCONSIN
GREEN BAY DIVISION**

UNITED STATES OF AMERICA and
THE STATE OF WISCONSIN,

Plaintiffs,

v.

NCR CORPORATION,
APPLETON PAPERS INC.,
BROWN COUNTY,
CITY OF APPLETON,
CITY OF GREEN BAY,
CBC COATING, INC.,
GEORGIA-PACIFIC CONSUMER PRODUCTS LP,
KIMBERLY-CLARK CORPORATION,
MENASHA CORP.,
NEENAH-MENASHA SEWERAGE COMMISSION,
NEWPAGE WISCONSIN SYSTEMS, INC.,
P.H. GLATFELTER CO.,
U.S. PAPER MILLS CORP. and
WTM I COMPANY,

Defendants.

Civil Action No. 10-C-910

**NCR CORPORATION’S EXPEDITED MOTION TO ENFORCE THE
40/60 COST-SHARING CONSENT JUDGMENT AGAINST APPLETON PAPERS INC.**

NCR Corporation (“NCR”) respectfully moves the Court on an expedited basis for an order enforcing the 40/60 Cost-Sharing Consent Judgment against Appleton Papers Inc. (“API”). Specifically, NCR requests that the Court order API to promptly pay to NCR the amount of \$15,003,126.88, which is API’s 60% share of the remediation costs borne by NCR thus far in compliance with the Court’s April 27 Preliminary Injunction. API has repeatedly refused NCR’s requests for reimbursement. In support of its Motion, NCR relies on the

accompanying Memorandum of Law and the Declaration of Bryan A. Heath and the exhibits attached thereto.

Given the time-sensitive nature of the relief that NCR is seeking through this Motion, counsel for NCR will contact the Court's chambers to request a telephonic conference to set an expedited briefing schedule.

Dated: August 2, 2012

Respectfully submitted,

/s/ Darin P. McAtee

CRAVATH, SWAINE & MOORE LLP

Evan R. Chesler

Darin P. McAtee

Yonatan Even

Worldwide Plaza, 825 Eighth Avenue

New York, New York 10019

Phone: (212) 474-1000

Fax: (212) 474-3700

dmcatee@cravath.com

SIDLEY AUSTIN LLP

Evan B. Westerfield

One South Dearborn Street

Chicago, Illinois 60603

Phone: (312) 853-7000

Fax: (312) 853-7036

MARTEN LAW PLLC

Linda R. Larson

Bradley M. Marten

1191 Second Avenue

Suite 2200

Seattle, Washington 98101

Phone: (206) 292-2600

Fax: (206) 292-2601

Attorneys for NCR Corporation